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2      Entered on Docket  
3      March 11, 2009  
4

A handwritten signature in black ink, appearing to read "R. Linda Riegle".

Hon. Linda B. Riegle  
United States Bankruptcy Judge

5      **LEWIS AND ROCA LLP**

6      Rob Charles (NV 6593)  
7      John Hinderaker (AZ 018024)  
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14     *Attorneys for USACM Liquidating Trust*

15      **UNITED STATES BANKRUPTCY COURT**

16      **DISTRICT OF NEVADA**

17     In re:

18     USA COMMERCIAL MORTGAGE COMPANY,

19     USA CAPITAL REALTY ADVISORS, LLC,<sup>1</sup>

20     USA CAPITAL DIVERSIFIED TRUST DEED  
21     FUND, LLC,

22     USA CAPITAL FIRST TRUST DEED FUND, LLC,<sup>2</sup>

23     USA SECURITIES, LLC,<sup>3</sup>

24     *Debtors.*

25     **Affects:**

- All Debtors
- USA Commercial Mortgage Company
- USA Capital Realty Advisors, LLC
- USA Capital Diversified Trust Deed Fund, LLC
- USA Capital First Trust Deed Fund, LLC
- USA Securities, LLC

Case No. BK-S-06-10725-LBR  
Case No. BK-S-06-10726-LBR<sup>1</sup>  
Case No. BK-S-06-10727-LBR  
Case No. BK-S-06-10728-LBR<sup>2</sup>  
Case No. BK-S-06-10729-LBR<sup>3</sup>

CHAPTER 11

Jointly Administered Under  
Case No. BK-S-06-10725 LBR

**ORDER SUSTAINING FOURTH  
OMNIBUS OBJECTION OF USACM  
TRUST TO PROOFS OF CLAIM BASED  
UPON PALM TERRACE LITIGATION**

Hearing Date: February 20, 2009  
Hearing Time: 9:30 a.m.

1 This bankruptcy case was closed on September 23, 2008.

2 This bankruptcy case was closed on October 12, 2007.

3 This bankruptcy case was closed on December 21, 2007.



1 The Court having considered the "Fourth Omnibus Objection of USACM Trust To  
2 Proofs of Claim Based Upon Palm Terrace Litigation" [Docket No. 6755] (the  
3 "Objection"); with appearances as set forth in the record at the hearing noted above;  
4 appropriate notice of the Objection having been given; with one response to the Objection  
5 having been filed by Wow Enterprises; and good cause appearing:

6 **IT IS HEREBY ORDERED** that:

7 1. The Objection is sustained; and  
8 2. The claims listed on Exhibit A to this Order are disallowed in their entirety.

9  
10 PREPARED AND RESPECTFULLY SUBMITTED BY:

11 **LEWIS AND ROCA LLP**

12 By /s/ John Hinderaker (018024)  
13 Rob Charles  
John Hinderaker  
14 3993 Howard Hughes Parkway, Ste. 600  
Las Vegas, Nevada 89169-5996  
15 Telephone: (520) 629-4427  
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16  
17 *Attorneys for USACM Liquidating Trust*

18 APPROVED/DISAPPROVED

19  
20 By: \_\_\_\_\_  
21 August Landis  
Assistant United States Trustee

22 **APPROVED** DISAPPROVED

23  
24 By: \_\_\_\_\_  
25 Jonathan A. McMahon  
Bruce Piontkowski  
Tingley Piontkowski LLP  
26 Attorneys for Palm Terrace Claimants

1 In accordance with Local Rule 9021, the undersigned certifies:

2  The Court waived the requirements of LR 9021.

3  No parties appeared or filed written objections, and there is no trustee appointed  
4 in this case.

5  I have delivered a copy of this proposed order to all counsel who appeared at the  
6 hearing, any unrepresented parties who appeared at the hearing, and any trustee  
7 appointed in this case, and each has approved or disapproved the order, or failed  
to respond, as indicated below (list each party and whether the party has  
approved, disapproved, or failed to respond to the document):

8 U.S. Trustee:	
9 <input type="checkbox"/> approved the form of this order	<input type="checkbox"/> disapproved the form of this order
10 <input type="checkbox"/> waived the right to review the order and/or	<input checked="" type="checkbox"/> failed to respond to the document
11 Other Party: Bruce Piontkowski	
12 <input checked="" type="checkbox"/> approved the form of this order	<input type="checkbox"/> disapproved the form of this order
13 <input type="checkbox"/> waived the right to review the order and/or	<input type="checkbox"/> failed to respond to the document

14 ####

15 Submitted by:

16 **LEWIS AND ROCA LLP**

18 By: /s/ JH (#018024)

19 Rob Charles

20 John Hinderaker

21 *Attorneys for USACM Liquidating Trust*

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## EXHIBIT A

**USA – PALM TERRACE CLAIMS**

<b><u>Claimant's Name and Address</u></b>	<b><u>Claim #</u></b>	<b><u>Claim Amount</u></b>
Osborne, John R c/o Curtis R. Tingley / Bruce Pionkowski ROPERS, MAJESKI, KOHN & BENTLEY 80 North First Street San Jose, CA 95113-1201	10725-01060	\$2,000,000.00
Helms, Robert c/o Curtis R. Tingley / Bruce Pionkowski ROPERS, MAJESKI, KOHN & BENTLEY 80 North First Street San Jose, CA 95113-1201	10725-01061	\$2,000,000.00
Thylin, Jim c/o Curtis R. Tingley / Bruce Pionkowski ROPERS, MAJESKI, KOHN & BENTLEY 80 North First Street San Jose, CA 95113-1201	10725-01062	\$2,000,000.00
Gray, Carol c/o Curtis R. Tingley / Bruce Pionkowski ROPERS, MAJESKI, KOHN & BENTLEY 80 North First Street San Jose, CA 95113-1201	10725-01063	\$2,000,000.00
Douglas, James c/o Curtis R. Tingley / Bruce Pionkowski ROPERS, MAJESKI, KOHN & BENTLEY 80 North First Street San Jose, CA 95113-1201	10725-01064	\$2,000,000.00
Kang, David N c/o Curtis R. Tingley / Bruce Pionkowski ROPERS, MAJESKI, KOHN & BENTLEY 80 North First Street San Jose, CA 95113-1201	10725-01065	\$2,000,000.00
Finch, Connie c/o Curtis R. Tingley / Bruce Pionkowski ROPERS, MAJESKI, KOHN & BENTLEY 80 North First Street San Jose, CA 95113-1201	10725-01066	\$2,000,000.00
Ciardella, Cathi c/o Curtis R. Tingley / Bruce Pionkowski ROPERS, MAJESKI, KOHN & BENTLEY 80 North First Street San Jose, CA 95113-1201	10725-01067	\$2,000,000.00